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wdmple@core.comH. Richard Fruehauf, Jr.
Suite 311
131 Kercheval Center
Grosse Pointe Farms, MI 48236July 2, 2003
Invoice No. 2003-6-033
Tax ID No. 38-3546328**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous**

<u>Date</u>		<u>Hours</u>
06/01/03 & 06/02/03	Complete Indian Green review; continue McKim; meeting w/Smetzer; telephone conferences; review of Brock and Godek updates.	5.75
06/02/03 & 06/03/03	Travel to and from Detroit; attend meeting w/Fruehauf, Rasmussen, Brock, Godek and Ken Fruehauf; multiple telephone conferences.	8.75
06/04/03	Telephone conferences w/Dick, Hardesty, Rasmussen; multiple telephone conferences w/Jeff; accounting review.	3.8
06/05/03	Telephone conferences w/Jeff, Dewey, Brock, Godek, Fruehaufs, Rasmussen; review of Dominion agreement w/option; telephone call from Jeff re: Wilson 4-4; review of faxes.	4.75
06/06/03	Telephone conferences; office conference w/Brock, Godek & Smetzer.	4.75
06/07/03	Telephone conferences w/Jeff and Dick.	(.4) N/C
06/08/03	Continued review of McKim-Wolf, Indian Green, et cetera.	6.75
06/09/03	Multiple telephone conferences.	1.2
06/09/03	Telephone conference w/Dick and Janet.	(.2) N/C
06/10/03	Letter to Dominion; letter to Dick; review Godek materials; memo to Godek, et al; telephone conferences w/Brock; review Brock e-mail; conference call w/Brock, Smetzer; telephone conference w/Teeter; memo; review file and reports; telephone conference w/Smetzer.	4.8

06/10/03	Telephone call from Dick; return Dick's call.	(.4) N/C
06/11/03	Conference call w/Rasmussen, McFarland & Godek re: option, entity selection and tax issues; conference call w/Jeff, Tim & Mark; letter to Rasmussen; return Ben Hardesty's call; telephone call from Hardesty; modify Dominion letter; telephone conferences w/Jeff; contract and order review.	6.75
06/12/03 & 06/13/03	Telephone conferences.	2.8
06/15/03	Review check & memo re: revenue check; review separation agreement; letter to Rasmussen; letter to Jeff w/copy to Dick, et al.	1.8
06/16/03	Review memo; letter to Jeff; conference call w/Jeff and Doug; review of contracts binder; telephone conference w/Jeff.	3.8
06/17/03	Telephone conference w/Dick; return Dick's call.	(.4) N/C
06/17/03	Review Godek memo; telephone conferences w/Jeff.	.75
06/17/03, 06/18/03 & 06/22/03	Review 06/16/03 letter and compare to Rasmussen e-mail; complete Indian Green report; continue McKim review; telephone conferences w/Jeff; letter re: George agreement; letters re: post-closing due diligence.	8.75
06/20/03 & 06/21/03	Telephone conferences w/Jeff Smetzer.	1.0
06/23/03	Telephone call from Jeff; telephone conferences w/Doug re: e-mail; return Jeff's call re: due diligence and proposed operations; return Mark Godek's call; telephone conference w/Elizabeth - letter to Dominion went out.	1.75
06/24/03	Telephone conferences; review fax from Jeff re: JOA; memo to Rasmussen; letter to Jeff w/copy to Rasmussen; call Godek; telephone call from Rasmussen.	2.75
06/24/03 through 06/26/03	Prepare for, travel to and from, and attend meetings in Gaylor and Turtle Lake; continuing work on title and file review in Gaylord; telephone conferences w/Dominion personnel.	26.75
06/27/03	Review fax; several telephone conferences w/Hardesty; telephone conference w/Smetzer; office meeting w/Brock; call Godek; letter re: extension; telephone conference w/Doug; review Godek fax; telephone conference w/Bob Teeter; review Dominion offer; conference call w/Brock & Smetzer; letter to Godek memo.	4.8

06/27/03	Telephone conference w/Dick and Janet.	(.5) N/C
06/30/03	Conference call w/Dick, Janet and Mark Godek; review of OA; several conference calls w/Smetzer, Brock and Gerdorn; call Rasmussen - not in, left message; telephone conference w/Rasmussen; conference call w/Dick, Janet, Ken and Doug; multiple calls re: getting a second evaluation; letter to Dan McGuire.	5.7

RECAPITULATION

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August 1, 2003
Invoice No. 2003-7-28
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous**

<u>Date</u>		<u>Hours</u>
07/01/03	Talk to Lynne Boyd at MDNR re: PPC audit; telephone conferences w/McGuire; telephone conference w/Ken Fruehauf, Doug; letter to McGuire; telephone conference w/Godek; call Hardesty; telephone conferences w/Smetzer.	2.75
07/01/03	Review revised proposal from NuEnergy; compare to previous proposal.	.25
07/02/03, 07/03/03, 07/05/03 & 07/06/03	Telephone calls from Dick and Janet; telephone calls from Jeff; conference call w/Doug and Mark; review revenue accounting; telephone conferences re: proposed operations; review Dominion JOA; conference call w/Rasmussen, McFarland & Godek; telephone conferences re: revenues; first draft of McKim report; telephone conference w/Hardesty.	10.8
07/07/03	Review McGuire report; numerous telephone conferences w/Godek, Rasmussen, Smetzer, Mary Uptigrove (MDNR), McGuire, Dick and Janet, Trendwell, Paxton, Sue Somero (Plante Moran) re: space; review insurance provisions of Dominion agreement; office conference w/Godek; telephone conference w/Noel Burke; telephone call from Brock; return Ben Hardesty's call; calls re: operations.	8.8
07/08/03	Travel to and from and attend meeting w/Dick and Janet; telephone conferences w/Smetzer, et al, re: operations; continuing due diligence; telephone conference w/Jeff Young.	9.7
07/09/03	Telephone conferences w/Hardesty; review NuEnergy proposal; telephone conferences w/Jeff Young; telephone conferences w/Hardesty; telephone conferences w/Godek; return Noel Burke's call; telephone conferences w/Jeff.	5.75

07/10/03	Review of Separation Agreement; letter to Rasmussen; meeting w/Brock and Smetzer; letter to Dominion; call Hardesty; call Teeter; telephone conferences w/Noel Burke; telephone conferences w/Hardesty; telephone conferences w/Linda Butka.	8.75
07/11/03	Multiple telephone conferences w/Noel, Jeff, Tim, Rasmussen, Teeter; review file compilation; begin draft of term sheet.	7.5
07/12/03	Complete draft of term sheet; letter re: same; being drafting JOA; letter to Godek; letter to Jeff.	5.75
07/14/03	Telephone calls from Jeff; review Dominion agreement re: title; letter to Jeff re: same; letter re: terms of operations; call Linda Butka; letter to Linda Butka; telephone call from Hardesty; send agreement to D&J, Rasmussen, et al; call Ken Fruehauf re: wire transfer; call Godek; telephone conferences w/Jeff.	5.8
07/14/03	Finalize letter and telephone conferences.	3.75
07/16/03	Review of term provisions w/NuEnergy; questions re: title and due diligence; review PPC letter; telephone conferences w/Jeff Young - Jeff out until the 27th - talk to Don Day.	1.75
07/17/03	Multiple telephone conferences w/Jeff Young; letter re: same; telephone conferences w/Brock & Smetzer; Godek letter; review insurance binder - memo & letter re: same; review Master on documents; telephone conference and letter re: same; memo re: abstracts and title opinions; letter re: same; letters re: abstracts and set up; telephone conference w/Linda Butka; telephone conferences w/Smetzer; call Godek; call Don Day; review report on facility and compression; draft several letters; telephone conference w/Don Day re: Sea O'Two.	8.25
07/18/03 through 07/20/03	Multiple telephone calls from Jeff re: files; review Sea O'Two materials; letter re: same; telephone call from Bob Teeter re: Dominion conveyance - if assignees are not the same as the original sellers; telephone conference w/Rasmussen re: same - in consideration of income and estate tax issues; letter to Doug re: sinking fund assignment; letter to Jeff Young; review Smetzer fax and chart; letter to Jeff; letters to LGL; letter to Jeff Young; letter to Brock; letter to Dick & Janet; letter to Mark re: accounting records; call Godek.	9.75
07/21/03	Telephone conferences and memos to Smetzer; review and draft letters; multiple telephone conferences.	4.8

07/22/03	Telephone conferences w/Doug, Butka, Jeff, Brock, Godek; review report & e-mail re: same; review e-mails, responses; review pumping proposal, insurance proposal, field review proposal; conference call w/Doug, Mark and Tom; check Wolf & McKim files for leases; review of entity selection criteria; telephone conferences w/Don Day - they will not attend the meeting; call Rick; telephone conferences w/Don; telephone conferences w/Jeff; memo to Rasmussen.	4.75
07/23/03	Memo to Brock; call Don Day; telephone conferences w/Don Day, Butka, Smetzer & Godek; conference calls; return Ken's call; telephone conferences w/Brock; draft Warranty Deed; letter to Janet transmitting via e-mail; file UCC search requests.	4.8
07/24/03	Federal District Court search; telephone conference w/Doug re: patent infringement case; 2 nd request by Burke for Plante Moran records as to HRF Antrim; telephone conferences w/Jeff.	3.75
07/25/03	Memo to Doug et al; telephone conference w/Doug re: entities and process for handling PPCS suspend etc. Telephone conferences on memos, review email. Telephone conference with Linda Butka	2.25
07/26/03	Document review re: entity formation; accounting files re: suspended funds.	1.25
07/26/03 - 07/30/03	Draft proposed operating agreement; telephone conferences with Doug; telephone conferences with Jeff Young; telephone conferences with Smetzer; Call Linda Butka; Letter to Smetzer; telephone conferences with Godek, Linda Butka, telephone call from Jeff; letter with draft of OAAD, and insurance provisions.	9.75
07/31/03	Travel to and from Gaylord for meeting	10.5

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September 8, 2003
Invoice No. 2003-8-15
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
08/01/03	Court of Claims & Federal District Court Search. Multiple telephone conversations	5.75
08/03/03	Telephone conference from Jeff Smetzer/re: UCC and letter. Dominion agreement drafting. Telephone conference with Doug, Separation Agreement, re: Accounting	
	Operating Agreement work; telephone conference with Jeff, Dick and Mark, review of files on Wolf/McKim; Letters re: Wilson & Modified deed gas contract	5.80
08/04/03	Multiple telephone conferences; review with Jeff and Dick and comments on Operating Agreement - Modify Operating Agreement.	5.75
08/05/03 to 08/08/03	Work on operating agreement and review of HRF Agreements; multiple conference calls; travel to and from Gaylord; work on continuing due diligence; review of suspended accounts; review of separation agreement and joint operating agreement; multiple meetings.	24.4
08/11/03	Telephone conferences with Jeff Smetzer, Bob Teeter, Linda Butka, and Mark Godek; letter to Doug, cc: Smetzer, Godek and Dick. Letter to Ken Fruehauf, cc: Smetzer, Godek and Dick; letter to Smetzer, cc: Dick and Doug; Review PPC material	4.80
08/12/03	Review gas contract; telephone conferences re: gas nominations, telephone conference with Linda Butka, memo re: same; telephone conference with Doug Rasmussen ; conference call w/ Rasmussen and Godek;	3.75
08/13/03	Telephone conferences with Jeff, review question re: insurance agents question on Dominion Agreement.	2.80

08/14/03	Telephone conference from Mark, re: accounting; multiple telephone conferences; return calls to Jean from ken's office, confirm suspense and review pumping bids; telephone conference with Doug.	3.20
08/16/03	Memo re: pumping bids, letter re: same; review Dewey's comments on Operating Agreement; revise Operating Agreement; telephone conference with Jeff, re: pumping, NORM issue; telephone conferences with MDEQ.	6.75
08/17/03 - 08/20/03	Review of Dominion materials to prepare for Dominion meeting; check Sinking Fund Agreement and other applicable agreements. Travel to and from Gaylord, continuing preparation for closing and operations transfer; meeting with Butka, et al, meeting with insurance agents then make offer.	37.5
08/21/03 - 08/23/03	Letter, re: UCC Search; review of attachments & mineral deeds; review memo; telephone conferences with Bob Teeter, Jeff Smetzer; Letter to Teeter; telephone conferences with Mark Godek; research on Facility Use Agreement and Sinking Fund.	8.75
08/24/03	Review Indian Green materials, complete letters re: facility and sinking fund; continuing due diligence; telephone conferences;	5.90
08/25/03	Continue preparation for closing, transfer of operations, numerous telephone conferences, memos and letters.	8.70
08/26/03	Finalize Joint Operating Agreement, multiple telephone conferences re: bonds; memo, re: same; review NORM. Letter; telephone conferences with Doug, Jeff, Tim et al, re: same and permits.	8.40
08/27/03	Continuing due diligence, preparation for transfer of operations on Dominion.	7.80
08/28/03	Closing; multiple telephone conferences, re: modifications of Operating Agreement; review and telephone conferences, re: insurance, modify agreements; memos, re: accounting and operations; telephone conferences w/insurance company agents, MDEQ, et al.	6.75
08/29/03	Telephone conferences re: review of Operating Agreement and questions on Separation Agreement.	1.0

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October 6, 2003
Invoice No. 2003-9-022
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
09/01/03	Travel to and from Gaylord for meeting at facility - numerous telephone calls - meeting, re: Operating Agreement	7.75
09/02/03	Begin documents review and preparation. Review numerous memos - numerous telephone calls - due diligence	8.75
09/03/03	Research operating issues and insurance issues; telephone calls with Angela, re: binding; Conference calls - telephone calls with John Urso - Memos and letters, closing preparation	9.80
09/04/03	Continue due diligence; document review and preparation and telephone calls and letters. Telephone calls with Linda Butka, and Robert Teeter - letters to Dominion with draft of closing documents	9.25
09/05/03	Draft Certificate of Covenants and other documents for closing	8.25
09/06/03	Letter on permits; multiple telephone calls, re: closing issues;	10.75
09/07/03	memos on Settlement Statement; memos on insurance;	
09/08/03	miscellaneous memos; Review of MDEQ rules; Do redline version of all Dominion documents; telephone calls with Bob Teeter asking that he revise the Assumption Agreement instead of drafting a letter agreement to address Dominion's continuing liability; multiple conference calls with various parties	
09/09/03	Continuing preparation for closing and Miscellaneous telephone call and memos. Go to Mount Pleasant to begin file review.	9.80
09/10/03	Continuing preparation for closing and miscellaneous telephone calls, re: accounting, audit. Conference calls on accounting, fire and closing	10.25

09/11/03	Continuing preparation for closing, insurance and account and accounting matters. Numerous letters, memos and documents. Numerous telephone calls and conference calls	9.50
09/12/03	Continuing preparation for closing and dealing with ancillary issues	7.25
09/13/03 and 09/14/03	Continuing preparation for closing and ancillary issues	6.20
09/15/03	Continuing preparation for closing and ancillary issues	11.0
09/16/03	Final preparation for closing; modification of documents, memos; numerous telephone calls, re: same; and ancillary matters; travel to Detroit for closing	10.75
09/17/03	Prepare for closing, conduct closing, office meeting, re: related issues; travel back to Lansing; telephone calls with Rick, Smetzer, et al	9.30
09/18/03	Multiple telephone calls and conference calls, review of insurance policy, review of EPA and MDEQ correspondence and regulations, begin post-closing review	5.75
09/19/03 - 09/21/03	Numerous telephone calls and conference calls; reconciliation of documents/data request; continue post-closing and insurance review	8.80
09/22/03	Travel to and from Gaylord for meeting; attend meeting; follow up calls; review and retrieve files from Lynch, Gallagher, Lynch, et al;	11.5
9/23/03	Telephone calls with Linda Butka; multiple other telephone calls	1.75
09/24/03	Complete initial post closing review and distribution of documents, document chart, letters to Bob Teeter, Jeff Smetzer, several memos, several conference calls, re: accounting; telephone calls with Mary Uptigrove and letter to same; Memo to Tim Brock	5.75
09/25/03	Multiple telephone and conference calls; draft letter and memos; review Facility Use Agreement; review and modify revenue letter; review OGSYS Memo; letter, re: HRF E&P Insurance; letter, re: SOM lease assignments; memos and letter on Sea O' Two	4.75
09/26/03	Letter to Bob Teeter, Conference call with Karen and Doug on suspended funds issue; telephone calls with Karen, Doug and Jeff. EPA rules research, Memo to Tim, re: same	2.80

09/29/03	Telephone call from Karen, telephone call with Doug; telephone call from Brock; conference call from Brock and Jeff, re: Swift SWD permit transfer. Research, re: EPA issue	3.0
09/30/03	Telephone call from Karen, telephone call with Mark and Doug, telephone call from Doug, telephone call from Karen, telephone call with Jeff, telephone call from Tim	1.20

RECAPITULATION

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October 15, 2003
Invoice No. 2003-9-022-A
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous**

Date

Hours

RECAPITULATION

Please make check payable to Worman, Dixon & Manis, PLC

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November 6, 2003
Invoice No. 2003-10-023
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
10/01/03	Memo, re: Clean files not received; research, re: SWD wells-severed TCS. Review of proposed correspondence from Karen. Review and respond to Memos from Tim Brock. Modify letter to State of Michigan. Modify list of unsecured records and files. Letters to Doug. Continue Post-closing.	8.75
10/02/03	Memo and letter, re: Records and Files. Multiple telephone conferences. Travel to and from Mt. Pleasant to review LGLM files and return. Dick, Janet, HRF Resources & HRF Antrim Files.	8.80
10/03/03	Review of Brock report of 01/28. Conference call, re: Insurance with Krys and Jeff. Review letter & memo. Memo to Rasmussen. Telephone conference with Tim, re: EPA Applications. Review and revise memo.	5.75
10/04/03	Review Smetzer and Thomas reports. Letters, re: Same. Memo to Tim. on Swift 1-28. Memo to Tim. Memo to Mary Uptigrove.	4.75
10/05/03	Memo to Tim. Begin review of numerous memos from Karen Thomas.	1.75
10/06/03	Review Dave's letter. Memo to Doug, re: Same. Memo, re: Pumping Contract. Conference call with Doug, Dick, Janet, Jeff and Karen. Telephone conference with Doug. Complete letters to Karen, re: Her memo. Begin review of Gas Contracts, Transportation and Treating Agreements. Detailed review of same.	8.50

10/07/03	Letter to Doug Rasmussen on Separation Agreement. Memo on Sea O' Two. Memo on Records. Conference call with Tim. and Jeff. Memos to Karen and Jeff. Telephone conference with Doug. Research.	8.50
10/08/03	Letter to Doug of Separation Agreement and JOA. Research JOA. Conference call with Doug and Mark. Telephone conference with Mark. Conference call with Tim. and Jeff. Draft Assignment for Dick's signature.	8.80
10/09/03	Travel to and from Detroit for meeting. Telephone conference with Tim. and Jeff. Draft HRF/HRF Antrim Conveyance. Multiple other telephone conferences.	7.75
10/10/03	Telephone conferences. from Tim. Review Bagley-27 information. Conference call with Tim., Mark, Karen and Jeff. Two memos. Finalize HRF/HRF Antrim Assignment.	3.80
10/11/03	Review memos. Return Godek's call, re: Meeting with Karen on OGSYS, accounting, etc. Review and draft memos.	3.80
10/12/03	Review entire Facility Use Agreement, including correspondence, re: Drafting of the Agreement. Letter to Karen and Tim., re: Facility.	3.40
10/13/03	Review Tim.'s memo. Email, re: same. Telephone conference from Doug, re: Accounting related to \$209,000. Conference call with Mark and Doug. Conference call with Karen and Jeff.	4.80
10/14/03	Memos to Jeff and Karen. Telephone conference with Jeff. Modify HRF Assignment. Telephone conference with Doug confirming Mineral/Royalty info, Rifle River. Return Karen's call, re: Forced pooling order. Review Karen's report, re: Audit. Telephone conferences with Karen and Jeff, re: Audit.	3.80
10/16/03	Return Doug's call. Review Burke letter. Telephone conference with Jeff. Conference calls. Review Gas Contracts. Draft Memorandum, re: Contracts.	6.5
10/17/03	Review several memos. Telephone conference with Doug. Telephone conference with Tim. Telephone conference with Jeff. Conference call with Jeff and Tom Malendowski. Conference calls. Memos. Review, revise first draft of Memorandum	5.30
10/18/03 - 10/19/03	Complete my review and comments on Transportation Agreement and other agreements. Review of Pumping contract. Letter and memos, re: Same. Telephone conference.	5.25

10/20/03 - 10/26/03	Review of faxed materials, including Burke letter. Review of suspended funds file. Telephone conference with Doug, Jeff, et al. Review memo; discuss with Jeff	4.75
10/27/03	Review letter and faxes. Conference call with Karen and Jeff on suspended funds accounting. Letters, re: Top O' Michigan and HRF Conveyances. Letter on Wilson Conveyance. Emails to Butka. Letter to Rasmussen. Telephone conference with Butka. Telephone conference with Rasmussen. Review letter on PPM. Review JOA. Letter to Dick, cc: all.	6.0
10/28/03	Conference call with Jeff and Karen on accounting and demand letter issues. Return Tim's call, re: Pipeline Problem. Review of memos from Jeff.	3.75
10/29/03	Review Audit materials. Telephone conference from Jeff. Memo from and to Karen. Telephone conference with Doug. Draft letter to Doug.	2.75
10/30/03	Conference call with Jeff, Karen and Tom Malendowski. Letter, re: Same. Telephone conference from Jeff on Pumping Contract. Letter to Doug.	3.75
10/31/03	Office conference with Karen. Meeting with MDNR's Lynne Boyd, Mary Uptigrove and Tracy Bonner. Telephone conference from Jeff. Review revised Pumping Agreement. Telephone conference with Jeff, re: Need to insert insurance provision I drafted.	4.80

.. RECAPITULATION

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December 5, 2003
Invoice No. 2003-11-016
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
11-01-03	Complete McKim-Wolf Inventory, begin detailed review. Review for suspended funds accounting; review numerous Memos and faxes and respond to same	5.75
11-03-03	Telephone calls with Doug. Memos and faxes. Review Assignments; Memo, re: same.	4.25
11-04-03	Respond to emails. Telephone calls. Review of FUA with attachments.	3.8
11/05/03	Review of suspense funds correspondence and telephone call with Doug. Telephone calls with Jeff. Conference call with Jeff and Tom Malendowski. Telephone call with Doug. Call to Linda Butka; Memos, re: same.	6.8
11-06-03	Travel to and from Gaylord for meeting with Tom Malendowski and office conference with Jeff on numerous issues.	11.0
11-07-03	Multiple telephone calls; conference calls, re: suspended funds. Letters and emails. Telephone calls with Dominion. Telephone calls with Malendowski. Letter to Linda Butka	4.7
11-10-03	Telephone call from Jeff. Conference call. Memo and letter to Rasmussen and telephone calls, re: marketing.	3.7
11-11-03	Return Jeff's calls. Telephone calls with multiple parties regarding marketing of gas from Bagley-Otsego field. Memo and letter and telephone calls from Jeff. Answer Memo from Karen. Memos to Tim, Jeff, Dick and Janet.	8.75
11-12-03	Finalize letter to Doug. Review Doug's letter. Telephone calls with Doug, re: same. Review response; telephone calls, re: same. Modify response	4.8

11-13-03	Draft Malendowski engagement letter. Multiple telephone calls. Memo on gas marketing.	3.75
11-14-03	Telephone call with Doug, re: accounting. Return Jeff's call. Review update, look at Wolf Title Opinion. Telephone calls with Tim.	5.75
11-16-03	Numerous telephone calls, re: audit scope and prior reports. Review PPC letter and State policy.	3.30
11-17-03	Travel to and from Detroit for meeting. Conference calls with Doug and Jeff. Telephone calls with Jeff.	9.30
11-18-03	Conference call with Jeff, Tom and Karen. Telephone call with Doug. Second conference call with Jeff, Tom and Karen; Memo. Answer office Memos. Review MichCon materials; letters. Review PPC letter. Calls Tracie Bonner. Telephone call with Karen and Jeff. Telephone calls with Linda Butka	6.8
11-19-03	Telephone calls from Tracie Bonner; letter to same. Memo to Doug. Conference call with Jeff and Doug. Telephone call with Mark Godek. Letter to Tracie Bonner. Letter to Smetzer and Karen. Conference call with Tom Malendowski, Jeff Smetzer and Karen Thomas. Telephone calls with Jeff.	5.75
11-20-03	Telephone conferences with Malendowski. Memo to NuEnergy. Telephone calls with Doug, Jeff, et al.	3.8
11-21-03	Telephone calls with Doug, Jeff, re: accounting and status. Telephone calls with Butka. Review of JOA and COPAS	3.8
11-23-03	Review of letters. Letter to Doug, re: PPC audit. Memos to Jeff and Karen. Email Brock. Several telephone calls and conference calls, re: audit, etc.	3.75
11-24-03	Office meeting with Jeff, re: numerous issues. Conference calls with Malendowski, Karen. Conference call with Linda Butka. Review partial materials from Malendowski. Telephone call with Rasmussen. Letters.	4.7
11-25-03	Telephone call from Jeff, re: agency letter. Telephone call with Doug, re: PPC documents. Telephone calls with Jeff, re: PPCs. Telephone calls with Jeff, re: JIB billing. Review emails from Karen. Review Brock emails and email letter, re: same.	3.25

RECAPITULATION

-Please make checks payable to Worman, Dixon & Manis, PLC -

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H. Richard Fruehauf, Jr.
Suite 311
131 Kercheval Center
Grosse Pointe Farms, MI 48236

January 5, 2004
Invoice No. 2003-12-009
Tax ID No. 38-3546328

**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
12/02/03	*Review property accounting reports from Karen (11-25 email). Conference call with Mark Godek and Karen reviewing same. Review weekly summary. Letter to Brock and Jeff. Letter to Karen.	2.75
12/03/03	*Review financial reports from Karen. Letter to her, re: same. Several telephone calls.	2.75
12/05/03	*Conference call with Tom Malendowski, et al. Telephone calls, re: PPC audit. Letter, re: accounting files. Memos. Review oxygen contact. Review FOA. Telephone call with Jeff, re: same.	5.0
12/10/03	*Telephone calls with Doug, research, re: GE. Telephone calls with Steefel. Several other calls, re: meetings, accounting, etc.	3.20
12/12/03	*Travel to and from Gaylord for meeting.	12.0
12/16/03	*Review meeting materials. Email letter to Jeff and Tim	1.50
12/26/03	*Telephone calls with Jeff.	.4
12/30/03	*Review fax. Telephone calls with Doug and with Jeff.	1.0
11/30/03- 12/01/03	Call Doug, re: Lyons-Darling well. Letter, re: Dominion 2 nd closing. Review MJ & Transfer Orders on Royce 2-21 and Lucas 1-21. Check title. Letter to Jeff, re: same. Telephone calls with Jeff, re: PPC documents and 2 nd closing. Review reports prepared by Karen. Emails, letters, re: same	5.75

12/02/03	Telephone call, re: Dominion prorations for closing. Telephone call with Linda Butka, letter, re: same. Telephone call with Jeff, re: facility use fee. Telephone call with Godek. Letter, re: facility fee.	2.80
12/04/03	Letter to Doug. Review MDNR report. Letter to Dominion. Letters to Jeff and Karen, re PPC audit. Telephone call with Butka. Letter from Butka. Telephone call with Jeff.	4.75
12/06/03	Telephone call with John Lynch, re: litigation. Conference call with Doug & Jeff, re: same. Review Separation Agreement. Online research. Memo to Doug, re: same. Letter, re: scope of audit.	2.75
12/08/03	Telephone calls with Doug. Letter to Butka. Conference call with Butka, Malendowski & Thomas. Telephone calls with Karen, Jeff, Tom Malendowski. Conference call with all three and Linda Butka. Malendowski to follow up on TBQ request; then Karen with Dominion to reconcile. Telephone call with Federal Courts & Otsego Circuit, re: pending action.	5.75
12/09/03	Letter to Doug, re: PPC materials. Telephone calls with Doug, re: 95 Program and plugging trends. Multiple telephone calls.	3.30
12/10/03- 12/11-03	Telephone calls, re: determine filing of GE litigation. Telephone calls with Doug. Review materials.	.7
12/15/03	Review Complaint, email, re: same. Review WPS Contract. Research, re: TIFD III-X v FPC. Letters, re: same. Several telephone calls.	5.75
12/17/03	Review LP Agreement. Telephone calls, letter, re: same and implications. Telephone call, re: Malendowski's invoice	3.40
12/18/03	Review revised contract. Telephone calls, re: same. Memo	1.0
12/19/03	Telephone call with Ken Fruehauf, re: trust accounts. Telephone calls with Jeff, re: oxygen letter and drilling program. Return Brock's call-Conference call.	2.75
12/22/03	Telephone calls with Mark, Jeff, Ken, re: drilling program, review oxygen letter. Telephone call with Jeff, re: same. Modify letter. Review proposed agreement. Modify agreement.	3.40
12/23/03	Telephone calls with Jeff, re: agreements.	.75
12/24/03	Multiple telephone calls	2.20
12/29/03	Telephone calls, re: drilling contract and GE litigation. Review pleadings.	1.0

RECAPITULATION

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517-485-0400
Fax 517-485-0402
wdmple@core.comH. Richard Fruehauf, Jr.
Suite 311
131 Kercheval Center
Grosse Pointe Farms, MI 48236February 4, 2004
Invoice No. 2004-01-008
Tax ID No. 38-3546328**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
01/05/04	Telephone calls with Jeff Smetzer and Karen Thomas, re: various matters.	1.75
01/05/04	Begin and continue review and completion of Program binders.	3.70
01/07/04	Letter to and telephone call with Mary Uptigrove, re: audit. Letter to Tim Brock. Telephone call with Doug Rasmussen. Multiple letters to Jeff, re: various issues. Telephone call with Jeff.	2.80
01/09/04	Review WPS Contract. Telephone call with Sandra Yoder, re: WPS Contract. Telephone call with Jeff, re: same. Draft POA. Conference call with Malendowski, Jeff and Karen, re: accounting measures. Conference call with Malendowski, Jeff, Karen and Linda Butka, re: same. Telephone call with Linda Butka. Review Young letter. Return Doug's call. Telephone call with Linda Butka. Telephone call with Doug, re: accounting. Telephone call from Sandra Yoder - WPS. Letter to Doug. Review of 2004 signed Drilling Program Agreements. Return Melissa's (WPS) call. Call Mark Godek. Telephone call with Jack Lynch, re: litigation. Review Dominion email. Telephone call with Linda Butka. Confirmation with Jeff. Telephone call with John Urso, Bruce Kaye and Jeff.	8.25
01/12/04	Telephone call with Doug, re: litigation. Telephone calls with Jeff and Doug. Review accounting request summaries. Conference call with Tom and Jeff. Review letter of accounting and chart. Telephone calls, re: same. Letter to Jeff and Tim on USP. Letter to Mary Uptigrove, re: 1994 PPC Audit.	5.75
01/13/04	Telephone call from Jeff, re: 1994 PPC Audit. Telephone call with Jeff, re: USP.	.60

01/14/04	Conference call with Jeff and Karen. Correspondence with Mary Uptigrove. Letter to Jeff, re: Swift wells. Review of accounting summaries. Review of Emails for Dominion conference. Conference call with Linda Butka, Jeff, Karen and Malendowski. Conference call with Doug and Tom Malendowski. Telephone call with Doug. Letters to Jeff.	6.25
01/15/04	Telephone call with Jeff, re: 4-28 and Topp letter. Research on TLC 20. Letter to Elizabeth. Letter to Linda Butka. Wolf 4-33 review.	3.60
01/18/04	Review Godek emails. Letter to all. Email to Godek. Email to Butka. Telephone call with Jeff.	1.25
01/19/04	Review WPS Agency Agreement proposed; telephone call with WPS, re: same. Letter, re: same.	1.30
01/20/04	Review title report on SOL 6-10; letter, re: same. Review PPC Settlement Agreement. Letter to WPS. Review TLC 20 file. Telephone call with Linda Butka. Review material on pipeline issue. Letter to Doug. Letter to Jeff. Telephone call with Mary Uptigrove.	3.30
01/21/04 and 01/22/04	Travel to and from Detroit and attend meeting with Doug.	6.50
01/23/04 and 01/24/04	Letter to Doug, Jeff, Karen and Tim on various issues. Telephone calls with Jeff, re: various issues, including fire, PPC, suspended revenues. Telephone call with Linda Butka, re: letter from her and response. Letter from Mary Uptigrove and response. Audit settlement review.	3.80
01/26/04	Review of Separation Agreement, re: PPC audit. Letter concerning the same.	.50
01/27/04	Telephone call with Doug. Telephone call with WPS. Review JADE and JOA. Review accounting request response and accounting request. Telephone call with Doug. Various other telephone calls. PPC letter.	2.80
01/28/04	Conference call with Doug, Dave Hayes, Patrick (associate). Telephone call with Jeff. Review Ryder Scott, Separation Agreement Provisions. Telephone call with Doug. Review FALP spreadsheets. Conference call with Jeff, Dewey and Tim.	3.75
01/29/04	Telephone call with Jeff, re: drilling location. Review materials. Call Susan Topp. Review Clark Hill letters.	2.75

01/30/04	Telephone call and letters to Linda Butka, re: post closing. Review PPC schedules and respond to same. Telephone call with Doug, re: letters. Telephone call with Jeff Young. Telephone call with Karen. Call Mary Uptigrove. Letter to Jeff Young. Telephone call with Susan Topp, re: wells. Research lease issue. Telephone call with Jeff, re: same.	3.20
01/05/04 through 01/07/04	Review of all Memos, reports & faxes on a variety of issues; Tim Brock's recommendation to drill 2004 wells. Letters, memos and telephone calls, re: same.	7.40
01/15/04	Telephone call with Jeff; review of reports from Jeff and Karen.	2.70
01/19/04	Telephone call with Karen, re: audit. Conference call with Karen and Jeff. Review Separation Agreement and Karen's report. Check PPC files and Separation Agreement. Letter to Linda Butka, re: PPC audit and 1996-2002 filings.	2.75
01/24/04	Review of multiple emails, re: oxygen problem, revenues, etcetera.	1.20
01/26/04	Telephone calls and emails, re: Dominion audit. Letters on permits. Letter to Doug Rasmussen. Emails to Linda Butka. Review of LOE reports. Letter, re: same. Review of audit response. Telephone calls and letter, re: same.	3.20
01/27/04	Telephone call with Jeff regarding recording of Memorandums. Review reports, emails, re: same.	1.00
01/28/04 and 01/29/04	Travel to and from Gaylord for meetings. Multiple telephone calls.	8.00

RECAPITULATION

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Fax 517-485-0402
wdmple@core.comHRF Antrim Ltd. Partnership
131 Kercheval Avenue #311
Grosse Pointe Farms, MI 48236March 3, 2004
Invoice No. 2004-02-010
Tax ID No. 38-3546328**Re: Separation Agreement
Dominion Buy-Back
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
01/30/04	Telephone call and letter to Linda Butka re: post closing. Review PPC schedules and respond to same. Telephone calls with Doug Rasmussen re: letters. Telephone call with Jeff Young. Telephone call with Karen. Call Mary Uptigrove. Letter to Jeff Young. Letter to Susan Topp re: wells. Research re: lease issue. Telephone call with Jeff re: same.	5.20
02/01/04	Review and respond to emails re: Dominion Closing, PPC audit and other issues. Telephone call with Jeff Smetzer. Research directional drill.	7.80
02/03/04	Telephone call with Karen. Conference call with Karen and Tracie Bonner re: SOM PPC Settlement Amount. Telephone calls with Karen, Tim Brock; letter to Tim. Review revised PPC schedules. Telephone call with Doug. Letter to Doug. Letter to Karen.	5.25
02/04/04	Telephone calls re: Snowplow revised AFEs; letter re: proposed well site. Letter re: fire. Review treatise. Research directional drill.	8.00
02/05/04	Return Jeff Young's telephone call re: audit. Telephone calls re: same.	.75
02/06/04	Letters re: fire and audit. Conference call with Jeff and Karen. Telephone call with Mary Uptigrove confirming letters. Draft letters. Review reports.	4.25
02/09/04	Letter to Karen. Letter to Mary Uptigrove. Telephone call with Jeff and Karen. Review Brock analysis of Sea O' Two and FALP interest. Telephone call with Doug re: FALP. Telephone calls with Jeff Smetzer re: same. Review of Samson materials.	3.75

02/10/04	Review analysis of FALP; letter re: same to Jeff, Tim and Dewey. Letter to Jeff Young. Letter to Doug. Multiple letters and emails.	3.40
02/11/04	Telephone calls with Jeff. Review revised FALP report. Letter to Jeff re: same. Review report re: Willow Draw and Brock report. Draft Affidavit on easement.	3.40
02/13/04	Review audit spreadsheet and related issues with Mary Uptigrove. Telephone call with Doug re: FALP. Conference call with Godek, Tim and Jeff. Letter to Doug. Return Jeff Young's call. Telephone call with Linda Butka. Letters re: same.	3.75
02/15/04 thru 02/17/04	Letter to Linda Butka. Letter to Mary Uptigrove. Look at Part 303 Rule on 6-33 and 4-2 and related research. Multiple telephone calls with Doug re: several issues. Return Jeff Young's call. Return Jeff Smetzer's call. Telephone call with Jeff Young. Telephone call with Jeff Smetzer. Letter to Jeff Young. Telephone call with Karen. Letter to Young.	8.5
02/20/04	Review of plugging account materials and file. Completion of numbers for GWI, NRI. Telephone call with Doug. Telephone call with Jeff re: plugging account, etc. Letters.	4.40
02/21/04	Review Separation Agreement and suspended funds. Review Malendowski report. Telephone calls with Malendowski. Letter to Doug, et al, re: same. Letter to Linda Butka. Letter to Jeff and Karen.	4.5
02/22/04 and 02/23/04	Telephone calls with Doug. Telephone call from Jeff Young. Meetings and several telephone calls. Confirmed that audit settlement amount is okay. Telephone call with Jeff Smetzer. Research re: securities liability, check PPMs; read Fruehauf, LLC files.	8.8
02/24/04	Conference call. Review holding account data. Letter to Merrill Lynch. Letter to Mary Uptigrove. Letter to Linda Butka. Letter to Doug. Review Memos and reports. Prepare for meeting.	3.75
02/25/04	Review reports, send letters and emails.	2.4
02/02/04	Review of multiple documents, emails and files. Conference call with Jeff and Karen and Sandy Burns. Conference calls with Jeff, Karen, Mark Godek. Telephone calls with Karen and Jeff. Draft several letters. Multiple telephone calls. Review updates.	5.80
02/08/04	Review emails and modified PPC Settlement allocations and correspondence exchange. Review LOE report.	2.80

02/09/04	Review of revised numbers. Samson proposal. Back out numbers. Telephone calls with Jeff. Letters re: same.	2.75
02/11/04 and 02/12/04	Travel to and from Gaylord for meeting. Conference calls. Review of materials.	16.0
02/13/04 and 02/14/04	Review fax from Elizabeth. Telephone calls re: accounting. Review report on accounting. Letter to Karen.	3.5
02/18/04	Review emails. Telephone call with Doug re: FALP. Telephone calls with Jeff re: miscellaneous matters. Telephone call with Karen re: review inputs.	2.75
02/19/04	Multiple telephone calls. Telephone calls with Doug, Jeff and Karen re: FALP, accounting, and Willow Draw, etc.	2.75
02/26/04 and 02/27/04	Travel to and attend meeting in Gaylord re: numerous issues.	14.0
02/28/04	Review of numerous reports - emails and memos on variety of issues. Telephone calls	4.0

RECAPITULATION

11/01/2006

11:29

BERNICK,OMER & RADNER → 131.39658252

CRG - ON

MM

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HRF Antrim Ltd. Partnership
131 Kercheval Avenue #311
Grosse Pointe Farms, MI 48236

April 13, 2004

Invoice No. 2004-03-020

Tax ID No. 38-3546328

**Re: Separation Agreement
Program Interests
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
03/01/04	Do Krause memo. Review spacing rules. Letters on various issues. Telephone calls with Doug re: legal issues. Begin Title Opinion review.	8.80
03/03/04 and 03/04/04	Prepare for meeting. Travel to and from and attend meeting with NuEnergy, Rasmussen & Godek.	6.88
03/05/04	Miscellaneous phone calls and emails re: NuEnergy.	2.75
03/09/04	Plugging Funds. Review materials. Letter to Dick, Janet, Ken, Nancy and Lynn re: same. Multiple telephone calls.	4.25
03/10/04	Emails and letters. Review of various materials provided.	4.75
03/11/04	Work on Program files. Review of Separation Agreement cases. Demand letters & PPC file. Letter to Doug re: same. Telephone call with Karen re: suspended funds audit. Telephone calls with Linda Butka re: PPC filings and closing. Letters and reports. Title completion.	7.80
03/13/04 and 03/14/04	Continuing title opinion, program review for interest determination.	8.40
03/15/04	Letters from and to Mark Godek. Telephone calls re: NORM. Telephone calls re: accountings. Telephone calls with Doug re: miscellaneous issues. Review Malendowski's report; letter re: same. Review of COPAS materials, outlines and comments.	5.75
03/16/04	Review FALP fax. Telephone calls with Doug re: same and other issues. Telephone calls with Tim re: NORM. Telephone calls with Jack Lynch re: 6-33.	2.80

03/17/04	Telephone calls with Doug. Review COPAS report. Begin review of ASATT contract, oxygen agreement, etc. Telephone calls re FALP. Conference call with Doug, Tom and Jeff.	3.90
03/17/04	Conference call with Doug, Tom and Jeff re: suspense account audit. Letter re: same.	1.75
03/19/04	Complete review Dominion ASATT and oxygen agreements. Letter re: same. Telephone call with Jeff and Linda Butka re: same. Review reports.	3.80
03/22/04	Email from Tim Brock; review facility use agreement. Letter to Tim Brock. Telephone call with Tim Brock re: same. Telephone call with Jeff re: oxygen and ASATT agreements and adjustment. Telephone call with Jeff re: adjustments under ASATT.	2.75
03/23/04	Telephone call with Doug re: various issues. Call Godek re: 3/19/04 letter and reports. Review accounting reports. Telephone call with Doug re: conference call. Letter to Doug.	2.70
03/24/04	Telephone calls with Linda Butka re: ASATT agreement and SOM PPC filings. Conference calls re: various issues. Telephone call with Doug. Review of Malendowski report. Telephone call and emails re: same.	3.60
03/25/04	Review Malendowski's final report. Review fund transfer request. Telephone call with Jeff re: same. Respond to emails. Telephone call with Brock re: meeting with State Review Sea O' Two valuation. Letter re: same. Review NuEnergy proposal.	6.90
03/26/04	Telephone calls re: Sea O' Two valuation and offer. Telephone calls re: suspended funds transfer and report. Letter re: Dominion Audit. Letter on SWD wells. Letter re: SOM/PPC issues. Multiple emails and phone conference. Telephone call with Doug re: audit suspended funds. Research on pooling issues. Letters re: same. Letter on Notary Act.	6.65
03/27/04	Review revenue report. Email letter to Karen. Review valuations and reports.	2.30
03/27/04	Review Separation Agreement re: suspended funds issue; compare to materials provided in report and January suspended funds comparison	1.75
03/29/04	Review of Topp issue on 6-33. Review Jack Lynch letter. Telephone calls with Jeff and Jack Lynch. Return Doug's call. Complete research.	3.75

03/29/04 & 03/30/04	Review of Memo on 6-33. Telephone calls with Jeff and Tim re: same. Call Susan Topp. Telephone call with Doug re: suspended funds accounting. Telephone call and review of A1-9. Telephone calls with Susan Topp. Letter on 6-33. Letter on SWD permit transfers. Telephone calls re: same.	6.80
03/31/04	Review deposition and reports.	1.70
03/02/04	Telephone calls with Jeff. Telephone calls with Doug. Letters re: fire and other matters. Review of Separation Agreement information from Karen. Letter to Doug re: same. Review all materials from NuEnergy for meeting.	8.90
03/03/04 and 03/04/04	Prepare for meeting. Travel to and from and attend family meeting with NuEnergy, Rasmussen & Godek.	6.88
03/08/04	Review reports. Respond to requests. Telephone calls.	2.90
03/12/04 and 03/13/04	Review of NORM report. Telephone calls re: same. Review report. Telephone calls re: same. Telephone calls re: SOM PPC audit reports.	4.20
03/15/04	Telephone calls with Jeff re: various issues. Telephone call with Tim Brock re: NORM problems. Telephone call re: suspense accounts. Review of reports and memos.	3.25
03/18/04	Telephone calls with Doug and Jeff re: audit and other matters. Letter re: miscellaneous matters. Review Godek documents.	3.40
03/19/04	Review suspended funds report. Telephone calls with Jeff re: same. Review NORM reports. Emails and telephone calls re: same. Conference call with Tom and Jeff re: accounting.	3.75
03/22/04	Email to and from Godek re: comptroller. Telephone call re: interests and valuations. Email to Brock and Smetzer. Conference call re: casing.	2.70
03/23/04	Review plugging accounts information. Review request for transfer of funds. Telephone call with Karen; emails re: same. Letter to Karen, cc: Dick. Telephone call with Linda Butka re: PPCs. Telephone call with Jeff re: suspended funds.	4.30
03/24/04	Emails and telephone calls with Tim Brock. Telephone calls with Jeff.	.75
03/29/04	Review Brock report for Separation Agreement valuation; compare to Ryder Scott. Telephone calls re: same.	1.80

03/31/04 Several telephone calls and telephone conferences.

1.0

RECAPITULATION

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Fax: 517-485-0402
wdmplt@core.comHRF Antrim Ltd. Partnership
131 Kercheval Avenue #311
Grosse Pointe Farms, MI 48236May 6, 2004
Invoice No. 2004-04-015
Tax ID No. 38-3546328**Re: Separation Agreement
Program Interests
Miscellaneous
NuEnergy**

<u>Date</u>		<u>Hours</u>
04/01/04 to 04/11/04	Review accounting reports and other reports. Telephone calls with Doug re: same; re: need for clarification. Multiple telephone calls and conference calls re: 6-33 and other matters.	10.75
04/01/04 to 04/11/04	Review resumes for controller. Telephone call re: same. Review revenue reports. Letters re: same.	4.75
04/15/04	Review Willow Draw materials, including PPM and standard JOA. Letter to Doug. Telephone call with Doug. Review draft of Suspended Revenue report. Telephone calls re: same.	2.75
04/15/04	Conference call with Jeff and Karen re: accounting report, clarifications needed and accounting functions. Conference call with Doug re: numerous matters.	3.80
04/15/04	Telephone call from Tim Brock re: status.	.20
04/15/04 and 04/16/04	Travel to and from Gaylord for meeting with Susan Topp re: 6-33; with Dave Delaney re: A1-4; and Jeff and Karen.	18.0
04/17/04	Review insurance policy and other emails. Letter re: same.	1.75
04/20/04	Travel to and from Detroit for meeting with Dick, Janet, Elizabeth, Doug and Jeff.	5.0
04/21/04	Research and telephone calls re: mud pit. Research re: pipeline. Telephone calls re: same. Letter re: same.	3.75
04/27/04	Review Malendowski's revised report. Letter re: Dominion post closing. Telephone call with Kris re: insurance. Telephone call with Karen re: accounting. Topp letter. Conference call with Karen and Jeff.	2.80

04/27/04	Letter to Doug Rasmussen.	.75
04/28/04	Letters re: 2004 program issues.	1.80
04/29/04	Review of reports. Letter to Doug. Telephone calls re: miscellaneous.	2.80
04/12/04 and 04/13/04	Letter to Doug. Telephone call with Linda Butka. Letter re: PPC Audits. Review of emails, reports, etc. Several telephone calls and emails. Review all materials and emails from vacation. Draft letters.	5.75
04/14/04	Letters re: controller and other issues. Telephone calls re: spacing and other issues.	2.20
04/19/04	Telephone call re: 6-33 and other matters. Telephone call from Jeff.	1.80
04/20/04	Travel to and from Detroit for meeting with Dick, Janet, Elizabeth, Doug and Jeff.	5.0
04/21/04	Letter to Jeff re: well clean up. Call Mark Godek. Review and reorganization of materials to be added to binders. Several telephone calls and emails.	3.75
4/24/04	Multiple telephone calls re: status of various matters including permit applications. Emails re: miscellaneous.	2.30
04/26/04	Do weekly summary. Telephone calls.	1.80
4/30/04	Office meeting with Jeff. Telephone calls and report review and response.	3.20

RECAPITULATION

11/01/2006

11:29

BERNICK, UMER & RADNER → 13139658202

NO. 383

01

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HRF Antrim Ltd. Partnership
 131 Kereheval Avenue #311
 Grosse Pointe Farms, MI 48236

June 4, 2004
 Invoice No. 2004-05-027
 Tax ID No. 38-3546328

**Re: Separation Agreement
 Program Interests
 Miscellaneous
 NuEnergy**

<u>Date</u>		<u>Hours</u>
05/02/04 and 05/03/04	Review and edit Thomas report and Malendowski report. Telephone calls with Smetzer, et al.	3.80
05/02/04 and 05/03/04	Review of Wolf problem. Telephone call with Jeff, re: same. Letter on Michaywe.	1.80
05/06/04	Review revised Suspended funds report. Telephone call re: spacing hearing. Letter to Doug and Letter to Mark re: 3-21 and other matters.	3.75
05/07/04	Telephone call and review re: COW insurance. Emails and telephone calls re: permit applications—letters—spacing petition.	3.75
05/08/04 and 05/09/04	Work on binders and review notes on program agreement and JOA.	6.40
05/10/04	Telephone call re: Wolf Unit title problems. Research re: title issue.	1.25
05/11/04	Telephone call re: COW, draft amendment of Drilling Contract, draft Damage Release. Telephone call with Doug. Begin work on JOA and Program agreements.	5.60
05/13/04 and 05/14/04	Travel to and from Gaylord for meeting on contracts and other issues. Drafting—Wolf title.	13.80
05/17/04	Draft Damage Release for 2 wells. Amend Contract. Telephone call with Doug. Letter re: comments.	2.75
05/18/04	Review amended DC from Jeff. Review demand letter file and Rasmussen letter. Letter to Doug. Correspondence with Linda Butka. Draft amendment.	3.80
05/17/04 thru 05/21/04	Begin review two banker's boxes of Program materials for inclusion in binders. (Note: This time was split 50/50 with Fruef Corporation).	9.25
05/19/04	Review and modify letter. Telephone call with Doug. Letter to Township, Wolf issue.	2.0
05/24/04	Review materials on tax reverted lands from AG and suspended funds reports.	3.80
05/27/04 and 05/28/04	Travel to and from Gaylord. Work on agreements, Wolf TO and other items.	8.0

05/01/04 and 05/02/04	Review of summaries and reports, letters and reports. Letter, re: weekly summary. Catch up on miscellaneous.	9.80
05/04/04	Telephone calls re: reports, drilling contracts.	2.90
05/05/04	Telephone calls and emails re: miscellaneous matters. Telephone calls the Tim Brock re: 2004 budget. Letter re: 3-21 - tax implications.	4.25
05/06/04	Complete report for week of 4-26. Telephone call re: budget analysis request. Telephone call re: well control insurance.	3.40
05/15/04 and 05/16/04	Accounting report review and miscellaneous reports. Telephone calls, emails and letters re: accounting and advance request.	4.40
05/17/04	Telephone calls re: 6-10, accounting and review report.	2.50
05/19/04	Review clean up proposal, budget forecast I requested. Multiple telephone calls.	2.50
05/20/04	Telephone calls with NuEnergy personnel and emails.	1.75
05/24/04	Letter to Susan Topp on lease provisions. Telephone call with Jeff re: gas marketing. Emails re: same. Letter re: reserves evaluation.	1.90
05/25/04	Telephone calls re: accounting, programs and Wolf Title Opinion.	1.80
05/26/04	Telephone calls and review report. Telephone call with Doug.	.75
05/27/04	Telephone call with Jeff. Telephone call with Tim re: NORM issue. Office meeting re: same.	2.75
05/27/04 and 05/28/04	Travel to and from Gaylord for meeting.	6.0
05/31/04	Review reports and emails - respond to same.	1.75

RECAPITULATION

11/01/2006

11:29

BERNICK, OMER & RAUNER → 13139658254

NO. 28J

171

WORMAN, DIXON & MANIS, P.L.C.

ATTORNEYS AT LAW

2400 LAKE LANSING ROAD, SUITE E
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PAULA K. MANIS*

Also Admitted In

* Kansas

* Colorado

517-485-0400
Fax: 517-485-0402
wdmple@corc.comHRF Antrim Ltd. Partnership
131 Kercheval Avenue #311
Grosse Pointe Farms, MI 48236July 8, 2004
Invoice No. 2004-006-019
Tax ID No. 38-3546328Re: *Separation Agreement*
Program Interests
Miscellaneous
NuEnergy

<u>Date</u>		<u>Hours</u>
06/01/04	Gary Worman: Draft Petition for Exception.	3.00
06/01/04	Review Brock report. Research re: environmental liability; letter re: same. Research and review re: petition for spacing exception. Give comments. Telephone calls and emails re: same.	7.40
06/02/04	Telephone calls and emails re: Wolf title issues and spacing petition.	2.75
06/03/04	Review Wolf materials. Telephone call re: Wolf. Letter to Jeff re: Wolf curative. Letters to Doug Rasmussen.	2.90
06/04/04	Telephone calls with Doug. Review entire demand letter file and agreement. Revise demand letter. Email Doug. Telephone calls with Linda Butka.	3.25
06/07/04	Travel to and attend meeting with NuEnergy, Dick and Janet in Gaylord.	6.00
06/05/04, 06/06/04, 06/08/04 and 06/09/04	Complete demand letter. Call Doug. Work on Operating Agreement.	9.20
06/10/04	Complete draft of Operating Agreement and exhibits and email to all parties for review.	5.75
06/11/04	Gary Worman: Review and revise Petition.	.50
06/11/04	Telephone calls with Doug. Emails to and from Doug. Begin work on program letter. Telephone calls re: Ziobron, Operating Agreement, Wolf Title Opinion issues and Rifle River 3-21.	3.80
06/14/04	Telephone calls re: Operating Agreement and letter agreement on program wells	1.75
06/14/04	Rifle River petition. Review and modify letter to Dick, cc: et al. Telephone calls re: same.	1.80
06/15/04	Miscellaneous telephone calls and emails re: programs, operating agreement, etc.	2.75
06/16/04	Telephone calls and emails on 6-10, 2-28, 2-34A. Review emails and memos.	1.30

06/16/04	Telephone calls on Ziobron, operating agreement and program agreement. Letters re: same.	1.75
06/17/04 to 06/20/04	Telephone calls with Doug re: demand letter and ancillary issues. Telephone calls with Jeff re: Rifle River Petition, taxes, title search.	3.40
06/21/04	Telephone calls with Doug. Review demand letter file. Telephone calls re: petition.	2.80
06/23/04	Telephone calls and emails re: Rifle River 3-21 Petition and tax issues. Telephone call re: Program accounting tax issues, Dominion closing issues, program accounting proposal and others.	2.30
06/23/04 to 06/26/04	Prepare for, travel and attend meeting with Doug Rasmussen and Pat Krause.	9.50
06/28/04	Review file. Telephone call with Doug, letter to Doug. Return Eugene Ziobron's call. Telephone call with Jeff on Petition for Rifle River. Telephone call with Ziobron.	1.80
06/30/04	Telephone call with Doug re: demand letter. Review fax and emails re: same and Carthage.	2.40
		76.10
06/01/04	Review Godek matters, controller position. Letter re: controller issue. Telephone calls re: same. Emails, calls and letters re: program proposal.	2.75
06/02/04	Telephone calls re: controller, accounting and other issues. Conference calls and emails.	2.50
06/03/04	Review of numerous reports and emails. Telephone calls re: agreements and accountings and controller issues. Letters re: Dominion closing and other matters. Review all resumes and send letter to applicants. Letters to Karen, Jeff and Dowsy.	4.80
06/04/04	Review revised proposal; emails with Mark. Telephone call with Mark. Calls with Jeff and Karen.	3.50
06/05/04 and 06/06/04	Review new applications. Complete HRF letter. Review files and status of miscellaneous matters in preparation for meeting. Telephone calls re: meeting and proposal. Respond to emails.	5.75
06/07/04	Travel to and from and attend meeting with NuEnergy, Dick and Janet, at Gaylord.	6.00
06/08/04	Review and respond to reports. Review resumes. Meet with applicant. Letters to applicants. Review Authorization to Transfer Funds. Conference call. Multiple telephone calls.	6.50
06/09/04	Dictate minutes, emails and telephone calls re: accounting proposal and controller.	3.40
06/10/04	Several telephone calls, conference calls. Review and respond to letters and emails.	3.40
06/11/04	Multiple telephone calls and emails re: various issues. Letters to new applicants, cc: Dick and Janet. Call Mark Godek. Letter on controller. Conference call.	2.75
06/13/04	Revise minutes of meeting. Letter to new applicant. Emails.	1.30

06/14/04	Telephone calls and emails re: miscellaneous.	1.50
06/21/04	Emails and telephone calls re: miscellaneous matters.	1.80
06/22/04	Telephone calls re: demand letters. Letters to Mark and Tim.	2.75
06/22/04	Telephone calls, emails, letters, and conference calls re: Antrim evaluation. Letter re: finding issue.	2.25
06/24/04	Telephone calls re: miscellaneous.	.50
06/26/04 and 06/27/04	Review letters and reports. Respond to emails. Review suspended funds report.	2.25
06/28/04	Review and respond to report on CO2 problems. Miscellaneous telephone calls and emails.	2.25
06/29/04	Multiple telephone calls and emails re: miscellaneous issues. Review files and prepare for meeting in Gaylord.	5.20
06/30/04	Travel to and attend meeting in Gaylord. Telephone call with Tim Brock re: accounting/reserves issue. Telephone calls and responsive letters.	6.70

RECAPITULATION

11/01/2006

11:31

BERNICK, OMER & RADNER → 13139658252

NO. 986

P05

WORMAN, DIXON & MANIS, P.L.C.

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KIMBERLY DIXON
PAULA K. MANIS¹

Also Admitted in

¹ Kansas¹ ColoradoHRF Antrim Ltd. Partnership
131 Kerehoval Avenue #311
Grosse Pointe Farms, MI 48236

August 6, 2004

Invoice No. 2004-07-018

Tax ID No. 38-3546328

517-485-0400
Fax: 517-485-0402
wdmple@core.comRe: Separation Agreement
Program Interests
Miscellaneous
NuEnergy

Date		Hours
07/02/04 and 07/05/04	Meeting with Jeff re: legal and title issues. Telephone calls with Doug and others.	2.50
07/06/04	Conference call on Dominion closing and other legal/accounting issues. Telephone calls and letters on same. Letters to Mark and Doug, et al.	3.80
07/07/04	Research on environmental implications of remote pit versus hauling to a landfill. Emails with Craig Hupp, environmental counsel.	3.75
07/08/04	Letter on landfill versus remote pit. Telephone call with Tim Brock re: same. Review Topp amendment. Letter on same. Review of De Corte title issue. Letter re: same.	3.75
07/11/04	Draft letter on environmental and other issues.	1.90
07/13/04	Title letters on Geraldine 6-33. Complete Bagley Operating Agreement and work on HRF Antrim Operating Agreement.	6.80
07/14/04	Telephone calls with Jeff, re: DeCorte. Call Doug. Telephone call re: Carthage and further review. Letter.	2.80
07/16/04	Telephone call re: remote pit and title. Call Susan Topp re: 6-33 Damage Release. Call Jeff re: DeCorte. Conference call with Jeff and Susan Topp. Telephone call with Susan Topp. Telephone call re: title issue.	2.80
07/19/04	Revise Krause Damage Claim Settlement and Release. Letter to Susan Topp. Letter to Doug. Telephone call with Doug. Letter to Tim on G-33. Begin title review on 6-33.	3.50
07/19/04	Letter to Mark re: 2003 taxes. Emails and telephone calls. Complete Carthage review letter. Brock letter	2.75
07/20/04	Letters, telephone calls and emails.	2.50
07/21/04	Carthage letter final. Review demand letter file. Letter to Doug	1.40
07/22/04	Telephone calls re: demand letter.	1.30
07/23/04	Telephone calls and emails re: accounting, Martell, etcetera.	1.50
07/26/04	Begin file and agreement review. Telephone calls re: demand letter - issues.	2.50
07/27/04	Review Topp letters. Revise letter to Topp. Telephone calls with Linda Butka and Ray Barnhart. Emails re: Dominion closing. Telephone call with Doug.	2.75

07/29/04 and 07/30/04 and 07/31/04	Topp matter reviewed. Telephone calls. Preparation for Denver meeting. Telephone calls and letters re: same. Begin 6-33 review. Work on PPMs to determine payout. B-33 Damage Release.	17.75
07/01/04	Travel to and from Gaylord and meet with Fruehaufs and NuEnergy re: management matters.	9.0
07/05/04	Work on minutes from July 1 st meeting and emails.	1.75
07/06/04	Multiple letters, emails and telephone calls. Complete minutes.	3.80
07/07/04	Telephone calls and emails. Review letters and reports.	2.75
07/08/04	Modify minutes. Review Brock memorandums.	1.25
07/09/04 and 07/12/04	Telephone calls, letters and emails. Review Carthage audit materials. Letter to Jeff.	4.75
07/12/04	Telephone calls, emails and review.	1.75
07/13/04	Conference call re: numerous issues, emails.	1.80
07/15/04	Telephone calls and emails.	1.75
07/17/04	Review and respond to emails. Telephone call with Tim Brock.	1.30
07/23/04	Telephone calls re: demand, accounting.	1.20
07/27/04	Review files. Emails, letters, conference calls re: Denver meeting. Review Transfer of Fund Request.	3.75
07/28/04	Review emails, permit applications, etcetera.	2.40

RECAPITULATION